

**Quarterly Compliance Report on Corporate Governance**

**Name of the Listed Entity: TPL PLASTECH LIMITED**

**Quarter Ended: March 31, 2016**

**I. Composition of Board of Directors**

Sr. No.	Title (Mr. / Mrs.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>&amp;</sup>	Date of Appointment in the Current Term / Cessation	Tenure*	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. of Memberships in Audit / Stakeholder Committee(s) including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)	No. of Post of Chairperson in Audit / Stakeholder Committee held in Listed Entities including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr.	Sanjaya Kulkarni	00102575 AAEPK5942R	Chairperson & Independent Director	29.09.2014	5 Years (till 28.09.2019)	4	11	4
2	Mr.	M.K. Wadhwa	00064148 AAJPW0568L	Director (Non Executive & Independent)	29.09.2014	5 Years (till 28.09.2019)	2	6	4
3	Mr.	Kamlesh Joisher	00510086 AACPJ6508J	Whole Time Director	26.09.2015	-	1	2	0
4	Mr.	Gyanesh Mathur	00525324 AFXPM1716P	Director (Non Executive & Independent)	29.09.2014	5 Years (till 28.09.2019)	2	3	1
5	Mrs.	Monika Shrivastava	02055547 ANLPS7396F	Director (Non Executive)	29.09.2014	-	2	1	0

<sup>\$</sup>PAN number of any Director would not be displayed on the Website of Stock Exchange

<sup>&</sup>Category of Directors means Executive / Non-Executive / Independent / Nominee. If a Director fits into more than one category write all categories separating them with hyphen

<sup>\*</sup>To be filled only for Independent Director. Tenure would mean Total Period from which Independent Director is serving on Board of Directors of the Listed Entity in continuity without any cooling off period.

**II. Composition of Committee**

Sr. No.	Name of the Committee	Name of the Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>&amp;</sup>
1	Audit Committee	Mr. Sanjaya Kulkarni	Chairperson (Non Executive & Independent)
		Mr. M.K. Wadhwa	Member (Non Executive & Independent)
		Mr. Kamlesh Joisher	Member (Whole Time Director)
2	Stakeholders' Relationship Committee	Mr. M.K. Wadhwa	Chairperson (Non Executive & Independent)
		Mr. Sanjaya Kulkarni	Member (Non Executive & Independent)
		Mr. Kamlesh Joisher	Member (Whole Time Director)
3	Nomination & Remuneration Committee	Mr. M.K. Wadhwa	Chairperson (Non Executive & Independent)
		Mr. Sanjaya Kulkarni	Member (Non Executive & Independent)
		Mr. Monika Shrivastava	Member (Non Executive)

<sup>&</sup>Category of Directors means Executive / Non-Executive / Independent / Nominee. If a Director fits into more than one category write all categories separating them with hyphen

**III. Meeting of Board of Directors**

Sr. No.	Date(s) of Meeting (if any) in the Previous Quarter	Date(s) of Meeting (if any) in the Relevant Quarter	Maximum Gap between any Two Consecutive Meetings (in No. of Days)
1	9th November, 2015	8th January, 2016	60
		11th February, 2016	34

**IV. Meeting of Committees**

Sr. No.	Name of the Committee	Date(s) of Meeting of the Committee in the Relevant Quarter	Whether Requirement of Quorum Met (Details)	Date(s) of Meeting of the Committee in the Previous Quarter	Maximum Gap between any Two Consecutive Meetings in
1	Audit Committee	11th February, 2016	Yes (All the above mentioned committee members were present)	9th November, 2015	94
2	Stakeholders' Relationship Committee	22th January, 2016	Yes (All the above mentioned committee members were present)	15th October, 2015	99

	19th February, 2016	Yes (All the above mentioned committee members were present)	27
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\*This information has to be mandatorily be given for Audit Committee, for rest of the Committees giving this information is optional

**V. Related Party Transactions**

Subject	Compliance Status (Yes / No / NA)Refer Note Below
Whether Prior Approval of Audit Committee Obtained	Yes
Whether Shareholder Approval Obtained for Material RPT	NA
Whether Details of RPT entered into pursuant to Omnibus Approval have been reviewed by Audit Committee	Yes

Note 1  
In the Column "Compliance Status", Compliance or Non-Compliance may be indicated by Yes / No / N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no Related Party Transactions, the words "N.A." may be indicated.

Note 2  
If status is "No" Details of Non-Compliance may be given here.

**VI. Affirmations**

1	The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2	The Composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee
3	The Committee Members have been made aware of their Powers, Role and Responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4	The Meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5	This Report and / or the Report submitted in the Previous Quarter has been placed before Board of Directors. Any Comments / Observations / Advice of Board of Directors may be mentioned here: Nil

**Manoj Kumar Mewara**  
Company Secretary